

**UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

In re:

CHAPTER 11

MIDNIGHT MADNESS DISTILLING  
LLC

CASE NO. 21-11750 (MDC)

**SECOND ORDER (A) AUTHORIZING INTERIM USE OF CASH COLLATERAL AND  
GRANTING ADEQUATE PROTECTION;  
(B) SCHEDULING FINAL HEARING AND PRESCRIBING FORM AND  
MANNER OF NOTICE; AND (C) GRANTING RELATED RELIEF**

AND NOW, this 26th day of August 2021, upon further consideration of the Debtor's Emergency

Motion for use of its Cash Collateral pursuant to 11 U.S.C. § 363 (the "Motion"), and the Court having entered an Order on July 2, 2021 (Docket No. 89), authorizing the Debtor's use of Cash Collateral on an interim basis (the "First Interim Order") in accordance with the Stipulation between the Debtor and PNC (the "Stipulation"), and a further hearing having been held, it is hereby

ORDERED that the Stipulation attached to the First Interim Order is hereby extended through the earlier of: (a) the closing date of the sale of the Debtor's assets pursuant to an Order on the Debtor's Motion under Section 363 (Docket No. 4); or (b) September 30, 2021; and it is further

ORDERED that a further hearing to consider the Motion is scheduled for September 29, 2021 at 11:30 a.m. in Courtroom No. 2, United States Bankruptcy Court for the Eastern District of Pennsylvania, US Courthouse, 900 Market Street, Philadelphia PA 19107, and any objections to the Motion must be filed with the Clerk of the Bankruptcy Court, and served upon counsel for the Debtor, Harry J. Giacometti on or before September 27, 2021 at 5:00 pm; and it is further

ORDERED that, a copy of this Order shall be served by the Debtor, or its counsel, by regular mail on the United States Trustee, the Debtor's secured creditors, all persons requesting notices herein, and the Debtor's twenty (20) largest unsecured creditors as identified in its bankruptcy petition, within five (5) days of receipt of a copy of this Order; and it is further

ORDERED that if notice is given in the manner provided above, said notice shall be sufficient and proper and in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the Local Rules of this Court.

BY THE COURT:

A handwritten signature in cursive script, reading "Magdeline D. Coleman", followed by a horizontal line.

Magdeline D. Coleman  
Chief U.S. Bankruptcy Judge

8 Week Cash Flow  
Midnight Madness Distilling

	23-Aug	30-Aug	6-Sep	13-Sep	20-Sep	27-Sep	4-Oct	11-Oct
<b>Beginning cash balance</b>	\$302,177	\$132,266	\$230,118	\$107,483	\$182,353	\$129,142	\$235,671	\$112,539
<b>CASH RECEIPTS</b>								
Sales: Well & Faber to Bars	\$115,000	\$115,000	\$110,000	\$115,000	\$110,000	\$115,000	\$115,000	\$115,000
Sales: Well & Faber to PLCB					\$65,000	\$25,000		
Sales: Co-Packaging	\$90,000	\$85,000	\$110,000	\$85,000	\$90,000	\$90,000	\$90,000	\$90,000
Sales: Escape Goat	\$7,500	\$7,500	\$7,500	\$7,500	\$8,000	\$8,000	\$8,000	\$8,000
<b>TOTAL Revenue</b>	<b>\$212,500</b>	<b>\$207,500</b>	<b>\$227,500</b>	<b>\$207,500</b>	<b>\$273,000</b>	<b>\$238,000</b>	<b>\$213,000</b>	<b>\$213,000</b>
<b>CASH PAID OUT</b>								
Cost of Goods Sold	\$75,000	\$65,000	\$80,000	\$70,000	\$70,000	\$75,000	\$70,000	\$75,000
Operating Expenses								
Payroll (inc. tax/expenses)	\$190,000		\$190,000		\$190,000		\$190,000	
Staffing Agency Fees	\$10,000		\$10,000		\$10,000		\$10,000	
Employee Health Benefits								
Marketing	\$1,246	\$1,246	\$1,246	\$4,000				\$4,000
Repair & Maintenance	\$8,300	\$8,300	\$8,300	\$8,300	\$8,300	\$8,300	\$8,300	\$8,300
Utilities	\$1,631	\$1,631	\$1,631	\$1,631	\$1,600	\$1,600	\$1,600	\$1,600
Travel	\$3,500	\$3,500	\$3,500	\$3,500	\$3,500	\$3,500	\$3,500	\$3,500
Taxes & Licenses	\$1,923	\$1,923	\$1,923	\$1,923	\$1,923	\$1,923	\$1,923	\$1,923
Shipping & Delivery Expense	\$5,771	\$5,771	\$5,771	\$5,771	\$5,771	\$5,771	\$5,771	\$5,771
Insurance	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000
Office Expenses	\$996	\$996	\$996	\$996	\$1,500	\$1,500	\$1,500	\$1,500
Bank & CC Fees	\$2,100	\$1,921	\$1,921	\$1,921	\$1,921	\$1,921	\$1,921	\$1,921
PLCB Chargebacks								
Non-1099 Small labor	\$550	\$550	\$550	\$550	\$550	\$550	\$550	\$550
Sales Tax				\$21,500				
Legal Fees*	\$75,000					\$25,000		
Professional Fees (non legal)								
Vehicle & Equipment Financing/Leases	\$2,519	\$1,331	\$5,345	\$1,918	\$2,519	\$1,331	\$2,063	\$4,148
PNC Financing		\$13,604	\$14,852		\$23,552		\$13,604	\$14,852
Building/Warehouse Leases & Mortgage	\$1,875	\$1,875	\$22,100	\$7,374	\$1,875	\$1,875	\$22,200	\$7,374
<b>TOTAL PAYMENTS</b>	<b>\$382,411</b>	<b>\$109,648</b>	<b>\$350,135</b>	<b>\$132,630</b>	<b>\$326,211</b>	<b>\$131,471</b>	<b>\$336,132</b>	<b>\$133,640</b>
<b>Net Cash Flows</b>	<b>-\$169,911</b>	<b>\$97,852</b>	<b>-\$122,635</b>	<b>\$74,870</b>	<b>-\$53,211</b>	<b>\$106,529</b>	<b>-\$123,132</b>	<b>\$79,360</b>

Cash on hand (end of period)	\$132,266	\$230,118	\$107,483	\$182,353	\$129,142	\$235,671	\$112,539	\$191,900
------------------------------	-----------	-----------	-----------	-----------	-----------	-----------	-----------	-----------

-\$110,277

13 Week Net Cash Flow:

Accrued but not yet owed on Equipment Leases

\$186,344

\* This includes amounts previously budgeted but not paid during prior cash collateral period